

**KANAWHA PUTNAM, WEST VIRGINIA LOCAL EMERGENCY PLANNING COMMITTEE (LEPC)
CONSTITUTION AND BY-LAWS OF THE LEPC**

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Section 1 PURPOSE

The Kanawha Putnam Emergency Planning Committee (KPEPC) is an organization formed in 1995 by combining, through mutual agreement, two Kanawha Putnam county organizations - the Kanawha Valley Emergency Preparedness Council and the Kanawha/Putnam Local Emergency Planning Committee.

Members of each organization will become members of the new organization.

The KPEPC facilitates all the chemical emergency planning needs of Kanawha and Putnam counties and assures compliance with provisions of the Emergency Planning and Community Right to Know Act (EPCRA).

These By-laws were adopted by a majority vote of the members present at the regularly scheduled meeting of the KPEPC held on July 26, 1995 and amended on August 28, 1996; September 25, 1996; October 31, 1996; July 29, 1998; June 30, 1999; and March 2000.

Section 2 OFFICE OF THE KPEPC

The office of the KPEPC shall be located within Kanawha and/or Putnam County, in such place as may be designated by the Board of Directors.

2.1 Administrator

The Administrator shall develop and implement activities to promote emergency response planning and assure compliance with SARA Title III Community Right-to-Know regulations for the Kanawha Putnam Emergency Planning area as described in the most recent version of the Administrator position description incorporated herein by reference. The Administrator will maintain a current listing of reporting facilities based on Tier II filings and advertise and hold the annual public hearing for the review and adoption of the KPEPC Plan. The Administrator shall be subject to an annual performance review under the direction of the Board of Directors.

2.2 Administrative Assistant

The Administrative Assistant shall provide support to the Administrator through the performance of responsible and detailed secretarial and clerical duties as described in the most recent version of the Administrative Assistant position description incorporated herein by reference. The Administrative Assistant shall be subject to an annual performance review under the direction of the Board of Directors.

Section 3. MEMBERSHIP

3.1 Appointments

Candidates for membership on the KPEPC shall be nominated by the Membership Committee through an application process and proposed by the KPEPC to the SERC, for approval by the SERC.

3.2 Named Alternates

Members may submit the name of an individual or position title who may act as a Named Alternate for that member in the event of an absence of the appointed member.

The Named Alternate will be reviewed by the Chairperson of the KPEPC and other appointed members and will be permitted to act and vote on issues coming before the KPEPC and its subcommittees on behalf of the member. In no case may any member or his alternate have more than one vote.

3.3 Compensation

Members of the KPEPC shall serve without compensation. In the performance of duties outside the realm of regular membership, (attendance at conferences, special training, etc.), members may be reimbursed for all reasonable and necessary expenses incurred in the performance of their duties, with prior approval of the general membership.

3.4 Removal

Absence of a member (or their designated alternate) from more than six (6) regularly scheduled meetings of the KPEPC during any given calendar year shall be grounds for removal from membership.

The member shall be notified in writing by the KPEPC Administrator with a copy provided to the KPEPC Chairperson after his/her fifth absence, and advised that their membership standing on the KPEPC is in jeopardy.

When a member is absent from a sixth meeting during any calendar year, the member will automatically lose their status as "member in good standing" and will be ineligible to vote. The Board of Directors will be notified of any member that has lost "good standing" status. A member can be restored to "good standing" by action of the Board of Directors.

3.5 *(Reserved)*

3.6 Organization Membership

As provided in the West Virginia Code, Section 15-5A-7, organizational membership shall include the following groups:

- Group (1) Elected state and local officials
- Group (2) Law enforcement, civil defense, fire fighting, first aid, health, local environmental, hospital, transportation
- Group (3) Broadcast and print media
- Group (4) Community groups
- Group (5) Owners and operators of facilities subject to the requirements of EPCRA

3.7 Transfer of Membership Category

If or when an approved member desires to transfer his/her membership to a different Group, due to change in employer, termination, retirement, etc., that member must reapply for membership under the Group to which they wish to transfer.

3.8 Adjustment of Membership

The Board of Directors shall be empowered to alter and change the composition of this membership as appropriate to meet changing federal, state or local requirements or regulations, provided that the changed composition of membership complies with all pertinent legal requirements.

3.9 Membership Voting

All membership present during general membership meetings are entitled to cast one vote relating to any motion entertained.

Section 4 BOARD OF DIRECTORS

The KPEPC shall have a Board of Directors, numbering no more than the number of officers and committee chairs, each of whom shall serve without compensation except as provided in Section 3.3 for his or her services as such.

Each member of the board shall be a member of the KPEPC. Except for the Secretary/Treasurer who shall also serve as Chair of the Finance Committee, each voting Board member shall chair a standing committee or shall serve as an officer. At any time the number of standing committees or officers is changed, the number of Board members will also change accordingly.

4.1 Election of Board of Directors

The Board of Directors shall be elected at the annual meeting of the general membership and shall serve for terms of three years. One third of the Directors plus any vacant positions shall be elected annually.

- 4.1A To be nominated to the Board, the member, not the alternate, must have attended at least one half of the General Membership Meetings during the previous calendar year.
- 4.1B To be reelected for a second three year term, the Board member, not the alternate, must have attended at least one half of the Board Meetings and at least one half of the General Membership Meetings during the previous calendar year.
- 4.1C To remain in good standing, a Board member, not the alternate, must attend at least one half of the Board Meetings per calendar year.

4.2 Rotation

Any voting member of the Board who shall serve as such for six consecutive years shall be ineligible for reelection or reappointment for a period of one year thereafter.

4.3 Vacancies

Any vacancy among the voting Directors may be filled temporarily by the Chairperson. A person so appointed shall serve until the next ensuing annual meeting of the KPEPC's general membership, at which time a successor shall be elected to fill the vacancy from the remainder, if any, of the unexpired term.

4.4 Regular Meetings

Regular meetings of the Board shall be held not less frequently than four times per year, according to a schedule determined by the Board. Combined board/membership meetings do not count as a regular board meeting.

4.5 Special Meetings

Special meetings of the Board may be called by the Chairperson or by one third of the voting Board members.

4.6 Notice of Special Meetings

Notice of all meetings of the Board shall be given to each Board member in writing via U.S. mail, hand delivery, electronic mail or facsimile at least 5 working days before the meeting at the address or telephone number provided to the Administrative Assistant of the KPEPC.

Notices of special meetings shall include an agenda advising Board members of the specific business items to be transacted at such meeting. In no instance shall business be transacted other than the announced agenda.

4.7 Emergency Meetings

Emergency meetings of the Board of Directors may be called by the Chairperson or any two members of the Board. Such meetings will be informational in agenda but in no instance shall any business be transacted.

4.8 Notice of Emergency Meetings

Notice of all meetings shall be delivered to each Board member in person or by telephone as early as practicable. Notice shall include the general nature of the agenda content. The act of leaving a message shall constitute notice.

4.9 Quorum

A simple majority of the voting Board members or their designated alternate shall constitute a quorum.

4.10 Voting

Each voting Board member or their designated alternate is entitled to one vote on each matter brought before the Board. Members may not vote in absentia.

4.11 Duties

The Board of the KPEPC shall be responsible for the development and implementation of policies, procedures and programs consistent with the purposes of the KPEPC. The responsibility of setting organizational goal and objectives and direction shall also rest with the Board. Additional duties of the Board shall also include:

4.11.1 Business

The Board shall conduct the general business of the KPEPC

4.11.2 Budget

The Board shall adopt the annual budget for the KPEPC

4.11.3 Goals

The Board shall establish goals and objectives for the KPEPC consistent with any/all federal, state and local laws governing the body.

4.11.4 Committees

The Board shall determine the committees necessary to achieve the goals and objectives of the KPEPC.

4.11.5 Committee Chairpersons

The Chairperson of the Board shall appoint committee chairs from elected Board members.

4.11.6 Conveyance to General Membership

The Board shall receive decisions for action from the Committee Chairpersons. The Board will review said recommendations to ensure that they meet with the goals and objectives; are fiscally sound; and are within any/all federal, state or local laws governing the organization. Upon the satisfactory completion of said review, the Board shall submit said recommendations to the general membership for approval/disapproval.

4.12 Conflict of Interest

No Member shall use his or her position, or the knowledge gained therefrom, in such a manner that a conflict between the interest of the organization or any of its affiliates and his or her personal interests arises. Each Member has the duty to place the interest of the organization foremost in any dealings with the organization and has a continuing responsibility to comply with the requirements of this policy.

The conduct of personal business between any Board member or committee member and the organization and any of its affiliates is prohibited. Board or committee members may not obtain for themselves, their relatives, or their friends a material interest of any kind from their association with the organization.

If a Member has an interest in a proposed transaction with the organization in the form of a significant personal financial interest in the transaction or in any organization involved in the transaction, or holds a position as trustee, director or officer in any such organization, he or she must make full disclosure of such interest before any discussion or negotiation of such transaction.

Any Board or committee member who is aware of a potential conflict of interest with respect to any matter coming before the Board or committee shall not be present for any discussion of or vote in connection with the matter.

Section 5 OFFICERS

The Officers of the KPEPC shall consist of a Chair, Vice-chair and Secretary/Treasurer. Each of the officers shall be elected annually by the Board at its first meeting following the regular annual meeting of the general membership. The officers shall be elected from among the Board members.

Officers shall serve from a term of one year, from 1 January to 31 December, or until such time as their successor is appointed. Officers shall receive no compensation for their services except as provided in Section 3.3. All officers of the KPEPC shall be a member of the KPEPC in good standing.

5.1 Chair

The Chair shall preside at all Board of Director and general membership meetings of the KPEPC and shall have the power to call for special meetings of the KPEPC and the KPEPC Board as provided in Section 4.

The Chair shall be responsible for preserving order and decorum, submit recommendations and information as he/she may consider proper to promote the welfare and increase the usefulness of the KPEPC, and shall perform any other such duties as are necessarily incident to the office of Chair or as may be proscribed by the KPEPC. The Chair shall provide functional guidance to the Administrator to ensure that the KPEPC goals and purpose are met.

5.2 Vice-Chair

The Vice-Chair shall provide the Chair any assistance required and shall perform the duties of the Chair in the absence or incapacity of the Chair, and shall perform any other such duties as may be proscribed by the KPEPC. In case of the resignation or removal of the Chair, the Vice-chair shall perform such duties as are imposed on the Chair until such time as the remaining officers appoint a new Chair.

The Vice-Chair shall keep track of yearly committee goals, maintaining the current list of goals and soliciting quarterly updates if not provided during scheduled meetings.

5.3 Secretary/Treasurer

The Secretary/Treasurer shall be responsible for conferring with the Chair to set the agenda for all regular and special meetings of the KPEPC. The Secretary/Treasurer shall see that records of the meetings and all official actions of the KPEPC are maintained.

In the absence of the Chair and Vice-chair, the Secretary/Treasurer shall preside at any meetings of the KPEPC. The Secretary/Treasurer shall Chair the Finance Committee and shall have custody of all funds of the KPEPC. The Secretary/Treasurer shall receive any monies paid in on the account of the KPEPC, and shall pay out of the funds on hand all debts incurred by the KPEPC.

The Secretary/Treasurer shall assure of an accurate accounting of all monies received and paid out on account of the KPEPC and shall oversee the preparation of a monthly statement of receipts and expenditures for the review of the membership.

The Secretary/Treasurer and one (1) other officer or the Administrator shall sign all checks issued on the account of the KPEPC. In the absence of the Chair and Vice-chair, and Secretary/Treasurer shall preside at any meeting of the KPEPC.

5.4 Past-Chair

The Past-Chair will act as an advisor to the Chair and help with completion of projects not completed as chair. The Past-Chair position shall last for one year after the new Chair is elected. If the Past-Chair is a current term Board Member, the position is a voting position. If the Past-Chair has rotated off the Board, the position is a non-voting position.

5.5 Signatures

All checks, contracts and/or other official actions or documents executed by the KPEPC shall be signed by two of the officers outlined above or by an officer and the Administrator.

5.6 Vacancies

In the event of death, disability, removal or resignation of any officer prior to the expiration of the annual term for which such officer was elected, the Board shall fill the vacancy. All replacements under this provision are selected as temporary until the next regularly scheduled election.

5.7 Removal of Officers

The Board may remove any officer at any time by two-thirds vote of the Board members, if it determined that such removal is in the best interests of the organization.

5.8 Tenure

Board members may continue to serve as officers of the organization as provided in Section 4.1 except the office of Chairperson. No Board member will serve more than two consecutive one-year terms as Chairperson.

Section 6 GENERAL MEMBERSHIP MEETINGS

6.1 General

All meetings of the KPEPC shall be held at such place as the Board of Directors shall determine and as shall be stated in the notice of such meetings. Regular meetings of the KPEPC shall be held on the last Wednesday of each month.

The regular meeting on the last Wednesday of January shall be known as the annual meeting. This meeting shall be conducted in the same way as any regular meeting, except that officers are elected and annual reports are received from officers and standing committees. The duration of the meetings will be limited to ninety (90) minutes. General proceedings of meetings shall follow the most current edition of "Roberts Rules of Order"

6.2 Quorum

Twenty-five percent (25%) of the membership of the KPEPC shall constitute a quorum. A Named Alternate, as specified in Section 3.2, shall be counted as a member for the purpose of determining a quorum.

6.3 All Meetings

The KPEPC shall, at its December meeting, designate regular meeting dates for the following year. Such dates shall be published, posted or advertised as provided by law. No business shall be transacted at any meeting where a quorum is not present. If a quorum fails to appear at a regular or properly called meeting, the inability to transact business does not detract from the fact that the by-laws requiring the meeting be held were complied with and the meeting was convened - even though it had to be adjourned immediately.

6.4 Special Meetings

Special meetings of the members, for any purpose or purposes, may be called by the Chair upon a request in writing there of by a member, stating the purpose thereof, delivered to any Officer or the Administrator.

6.5 Public Hearings

In accordance with Chapter 15 Article 5A-7 of the West Virginia Code, as amended, the KPEPC shall publish annually a notice of Public Hearing to be held for the review and adoption of the KPEPC Emergency Response Plan for the coming year. The location of the public hearing shall alternate yearly between Kanawha and Putnam counties.

6.6 Voting

Each member is entitled to one vote on each matter brought before the KPEPC. Members may not vote in absentia, however, a Named Alternate may vote on issues brought before the KPEPC.

6.7 Public Participation

Members of the public are encouraged to attend all meetings of the KPEPC.

An opportunity will be provided at each meeting for members of the public to address the KPEPC on matters related to local hazardous materials or other emergency planning issues. A member of the public who desires to address a KPEPC meeting may mail a written *Notice of Intent to Appear* to the KPEPC office and then sign-in with the Vice-chair at the time and place of the meeting before the meeting begins.

Members of the public who appear at the meeting and wish to address the KPEPC, without prior written *Notice of Intent to Appear*, will be allowed to do so only after members of the public who have provided written notice have spoken, and, when their comments will not exceed the meeting duration previously set forth in Item 6.1 of this section.

Members of the public are also encouraged to provide written opinions and information to the KPEPC. Members of the public include, but are not limited to, citizens, industry representatives, expert witnesses and government entity representatives. It is neither the intent nor the purpose of the KPEPC meetings to serve as arbitrator for grievances between the public and the industry and/or government.

Section 7 COMMUNITY RIGHT-TO-KNOW PROVISIONS

In accordance with all applicable Federal, State and local regulations, the KPEPC will reply to any legal request for Community Right-to-Know information as quickly as possible and within the limits stated in the EPCRA. All requests for information, other than personal review of records, shall be submitted in writing to the office of the KPEPC. Any delay in providing the requested information beyond thirty (30) days will have the reason for such delay conveyed to the requester within ten (10) working days.

7.1 Photocopies

Photocopies of information requested under the Community Right-To-Know Act and/or under the Public Information Act shall be provided at the rate of twenty-five cents (\$.25) per page.

7.2 Labor

Labor for information request will be provided at the rate of ten dollars (\$10.00) per hour.

7.3 Manuals

Copies of the KPEPC Emergency Response Manual will be distributed to the main Kanawha and Putnam County Public Libraries; emergency responders involved in the Response Plan; the State Emergency Response Commission; and upon request, KPEPC appointed members in good standing. Other copies of the Emergency Response Plan will be provided at the rate of one hundred twenty five dollars (\$125.00) per manual.

Section 8 COMMITTEES

8.1 Appointment of Committee Chairs

The Chair of the KPEPC shall appoint Committee Chairs from the voting membership of the Board to fulfill the duties of the Committees. The Committee Chair shall select a Co-chairperson from its general members.

8.2 Frequency of Meetings

Committee meetings will be held at a frequency to be determined by the committee chairperson, but no less often than necessary to transact the business of the committee.

8.3 Membership

Any KPEPC member in good standing is eligible for committee membership. Every standing committee will be chaired by a Board member. Committees will have at least five members including the chairperson. In no instance will any committee have among its membership more than two Board members including the committee chair.

8.4 Open Meetings

All committee meetings will be public. Committee chairs will inform the Administrator of the time, date and location of all meetings at least 24 hours prior to the meeting.

8.5 Committee Responsibilities/Duties

In addition to the duties outlined below, each Committee shall provide related services as necessary and possible. The committees and their duties shall include, but not be limited to, the following:

8.5.1 By-laws Committee

The By-laws Committee shall be responsible for the composition of and/or revisions to the By-laws of the organization. These by-laws and/or any revisions thereof, shall be presented to the general membership of the KPEPC for approval, and forwarded to the West Virginia State Emergency Response Commission. This Committee shall make recommendations for changes in the by-laws as necessary, and assure KPEPC compliance with the by-laws.

8.5.2 Membership Committee

The Membership Committee shall develop and maintain a Membership Application Form to be used in the recommendation/appointment of membership.

This committee shall also develop and maintain a Membership Survey Form, to be completed annually by the membership, which can be used in determining Sub-committee membership; update annually and maintain a roster which includes the name, address, telephone number and membership category of all KPEPC members; recommend new Membership nominations as provided in *Section 3.2* of these By-laws; seek new members from eligible organizations to fulfill the Membership Categories outlined in *Section 3.6* of these By-laws; solicit and submit to the general membership, at their annual meeting, nominations for the Board of Directors.

8.5.3 Risk Communication and Community Outreach Committee

- Develop procedures by which public requests for Tier II and/or SARA Title III information will be processed.
- Develop and maintain procedures for notification of hazards within the community to the community.
- Publish public notices of drills, meetings, etc.
- Complete special communication and outreach programs.
- Provide knowledgeable speakers on various aspects of emergency preparedness to interested organizations.
- Assist the Administrator with the maintenance of a positive liaison with news media representatives, the preparation of news releases and with related activities such as representing the KPEPC in radio, television, and/or newspaper chronicles.

- Develop and maintain a variety of fact sheets, pamphlets, booklets and audio, film and/or video presentations concerning emergency preparedness and the KPEPC.

8.5.4 Hazard Assessment and Planning Committee

Review and update the KPEPC Emergency Response Plan to include new and pertinent information regarding protection of the public in an emergency. Develop written procedures for the submission, review and adoption of revisions to the KPEPC plan.

8.5.5 Drill Planning and Exercise Committee

Develop procedures for planning and executing drill exercises that will test components of the Emergency Response Plan. Assist in the development of a schedule for drill exercises. Arrange for the participants, monitors and a critique of all scheduled drills. Plan and assist in the development of training for emergency responders and public participation as necessary.

8.5.6 Communications Systems Committee

Work with local government units and members in improving communications of emergency preparedness, management, and response natures.

Monitor the private “hotline” system linking the Metro Emergency Operations Center, public utilities, the West Virginia State Police and industries which handle hazardous substances so that they may better communicate about relevant emergency situations and needs.

Develop and assist in establishing communications drills. Develop and maintain a comprehensive Communications Plan to include the Kanawha County Early Warning System, (plectrons and sirens), the Emergency Broadcast System, and the Cable TV Intercept system.

8.5.7 Finance Committee

Work with the staff and Secretary/Treasurer in preparing an annual budget to be presented to and approved by the Board of Directors. Assist with the preparation of monthly financial statements and administering, collecting and disbursing the financial resources of the KPEPC.

Advise the Board with respect to the making of significant financial decisions. Investigate and pursue possible funding sources and/or grants which may be utilized by the KPEPC and the administration of such grants as required by law. By position, the Administrator and Secretary/Treasurer are permanent members of this committee.

8.5.8 Plan Implementation Evaluation Committee

Review all incidents involving hazardous materials that meet the Federal EPA Reportable Quantity (RQ) guidelines or that require the activation of the KPEPC Emergency Response Plan.

This comprehensive review shall include the internal emergency response at the site where the incident occurred and the response from city, county, state and local emergency response organizations. The committee will evaluate the effectiveness and implementation of the emergency response plan and recommended corrective actions and opportunities for improvement.

The Committee Chair will initiate the review procedure following the established committee guidelines. A written report of committee findings will be provided to the KPEPC at the conclusion of the evaluation.

8.5.9 Mutual Resource Committee

The committee shall be responsible for maintaining a materials assistance list/plan which can be utilized by emergency response agencies. Along with the materials assistance list/plan, the committee will oversee the materials assistance warehouse in Nitro. Also, the committee will be responsible to maintain/oversee the use of the KPEPC Tabletop Drill Simulator.

8.5.10 Training Committee

The committee shall provide training as it relates to hazmat response with the goal of increasing the levels of training for awareness, operations, technician, and incident command as specified by OSHA 1910.120 (q) EPA 40 CFR 311.

The committee shall also coordinate the training of responders with other training agencies, provide motivation to encourage responders to attend training, and coordinate other training as requested by KPEPC committees.

8.6 Ad-Hoc Committees

Ad hoc committees shall be appointed when a special situation needs to be addressed. The KPEPC Chairperson shall appoint such a committee and its chairperson and shall, upon appointment, define the specific task of the committee. The Ad hoc committee will be dissolved by the KPEPC Chairperson upon the completion of their project.

Section 9 RULES, REGULATIONS, ADMINISTRATIVE POLICIES AND PRACTICES

The KPEPC may, as circumstances require, adopt such rules and regulations, or administrative policies and practices, as it deems suitable for the administration and execution of the duties with which it is charged.

Section 10 AMENDMENT OF THE BY-LAW

These by-laws may be amended by the affirmative vote of two-thirds of the members at any regular meeting or at any special meeting of the general membership, called for that purpose provided that:

1. Proposed changes are presented in writing;
2. Proposed changes are distributed at a regularly scheduled General Membership meeting one month prior to adoption of the changes;
3. Notice of intent to modify the by-laws is provided to every member of the KPEPC in writing at least seven days prior to the adoption of the changes.

ACCEPTED BY:

Chair, KPEPC

Chair, By-Laws Committee